

AMENDMENT OF SOLICITATION/MODIFICATION OF CONTRACT			1. CONTRACT ID CODE	PAGE OF PAG 1   2
2. AMENDMENT/MODIFICATION NO. NS40-11		3. EFFECTIVE DATE SEE BLOCK 16C	4. REQUISITION/PURCHASE REQ. NO. N00039-02-PR-ROTA1	5. PROJECT NO. (if applicable)
6. ISSUED BY CODE	N00039	7. ADMINISTERED BY (If other than Item 6) CODE S2203A		
COMMANDER, SPACE AND NAVAL WARFARE SYSTEMS COMMAND 4301 PACIFIC HIGHWAY SAN DIEGO CA 92110-3127 CARLA J. BROWN/02-21C/619-524-7204/ BROWNCAR@SPAWAR.NAVY.MIL		DCMC BOSTON - GD 77 A ST. NEEDHAM, MA 02194-2892		
8. NAME AND ADDRESS OF CONTRACTOR (No., street, county, State, and ZIP Code)			(✓)	9A. AMENDMENT OF SOLICITATION NO.
GD 77 A ST. NEEDHAM, MA 02194-2892				9B. DATED (SEE ITEM 11)
CODE	2D423	FACILITY CODE	✓	10A. MODIFICATION OF CONTRACT/ORDER NO. N68939-97-D-0041/NS40
				10B. DATED (SEE ITEM 13) 16MAY01
11. THIS ITEM ONLY APPLIES TO AMENDMENTS OF SOLICITATIONS				

☐ The above numbered solicitation is amended as set forth in Item 14. The hour and date specified for receipt of Offers ☐ is extended, ☐ is not extended.

Offers must acknowledge receipt of this amendment prior to the hour and date specified in the solicitation or as amended, by one of the following methods:

(a) By completing Items 8 and 15, and returning \_\_\_\_\_ copies of the amendment; (b) By acknowledging receipt of this amendment on each copy of the offer submitted; or (c) By separate letter of telegram which includes a reference to the solicitation numbers. FAILURE OF YOUR ACKNOWLEDGMENT TO BE RECEIVED AT THE PLACE DESIGNATED FOR THE RECEIPT OF OFFERS PRIOR TO THE HOUR AND DATE SPECIFIED MAY RESULT IN REJECTION OF YOUR OFFER. By virtue of this amendment you desire to change an offer already submitted, such change may be made by telegram or letter, provided each telegram or letter makes reference to the solicitation and this amendment, and is received prior to the open and date specified.

12. ACCOUNTING AND APPROPRIATION DATA (If required)

N/A

(✓)	A. THIS CHANGE ORDER IS ISSUED PURSUANT TO: SET FORTH IN ITEM 14 ARE MADE IN THE CONTRACT ORDER NO. IN ITEM 10A. (Specify authority)
	B. THE ABOVE NUMBERED CONTRACT/ORDER IS MODIFIED TO REFLECT THE ADMINISTRATIVE CHANGES (such as changes in paying office, appropriation date, etc.) SET FORTH IN ITEM 14, PURSUANT TO THE AUTHORITY OF FAR 43.103(b)
X	C. THIS SUPPLEMENTAL AGREEMENT IS ENTERED INTO PURSUANT TO AUTHORITY OF: Mutual Agreement of the Parties
	D. OTHER

E. IMPORTANT: Contractor is not X is required to sign this document and return 1 copies to the issuing office.

14. DESCRIPTION OF AMENDMENT/MODIFICATION (Organized by UCF section headings, including solicitation/contract subject matter where feasible.)

The purpose of this modification is to add a provision to order NS40 requiring General Dynamics to insert in its subcontract with Telephonica a provision that requires Telephonica to transfer full title to the U.S. Government of any and all new Information Technology (IT) infrastructure that Telephonica installs at Naval Air Station Rota, Spain.

15B. CONTRACT/OFFEROR <i>Peter Bertocci</i> (Signature of person authorized to sign)		15C. DATE SIGNED 11/8/02		16A. NAME AND TITLE OF CONTRACTING OFFICER (Type or Print) CARLA J. BROWN, Contracting Officer	
15A. UNITED STATES OF AMERICA		15D. DATE SIGNED 11-13-02		16B. UNITED STATES OF AMERICA <i>Carla J. Brown</i> (Signature of Contracting Officer)	

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Accordingly, the following changes are made:

1. Under Section H – Special Contract Requirements, insert the following clause:

**TITLE TRANSFER OF ALL WORK AT NAVAL AIR STATION ROTA, SPAIN**

1. The contractor agrees to insert the following clause in its subcontract with Telefonica for the work to be performed at Naval Air Station Rota, Spain:

“Upon Telefonica’s completion of the work covered by this subcontract, Telefonica will transfer full title to the U.S. Government of all new Information Technology (IT) infrastructure, including trenching systems, conduit, fiber optic cabling, copper cabling, telecommunications equipment, manholes, and other new IT materials ordered by the U.S. Government under its Base Level Information Infrastructure (BLII) prime contract N68939-97-D-0041, order NS40, with General Dynamics and installed by Telefonica pursuant to this subcontract. Telefonica agrees that the U.S. Government has the right of direct action against Telefonica to enforce the provisions of this clause.”

2. The provisions of this clause are exclusive of any previously existing agreements between Telefonica, the U.S. Navy and the U.S. Government.

3. By requiring the above, the Government does not waive any of its rights or remedies under this contract, including but not limited to, those provided under the Default clause of this contract.

2. The above change results in no change to the price of this order. Except as modified above, all other terms and conditions of this order remain unchanged and in full force and effect.